THE PRESBYTERIAN
1217 MARKET STREET, PHILADELPHIA
EDITORIAL ROOMS

January 12, 1926

Dear Dr. Robinson:-

Dr. Kennedy has asked me to look up your record in regard to remittances for your S.S.Lessons. We find the total to be ,as you state,$144 for twelve months. Further examination shows that apparently no check was sent youfor February,the month in which our fiscal year closed. Our bookkeeper was ill,and doing her work under great strain,and probably overlooked it,and it was not noticed until your letter came. We herewith enclose a check for $12,which makes the total for twelve months $156. Your check for December will be forwarded you in a few days.

Very sincerely yours,

Clara A. Alexander.

Potsdam. N.Y.
Nov. 28 - 1925.

My dearest Friends. -

Nice of you to let me see your new paper Parson Rob. It is in very good taste and especially refined and good looking.

I enjoyed your Thanksgiving Day bulletin so much. Too. Your hymns were wonderful. I looked them up or tried to, in our Church hymn-book and could only find one. "God of our fathers." I

never have cared especially for
our hymn book, dear me!
Yes, Potsdam church certainly
presents a much different
appearance from what it did
when you came here. I remember
you said that it influenced
you in your decision to come
as you had so much to be done.
And you surely did it Parson Rob.
and deserve a great deal of
credit for all the hard work
you did here. I remember too,
how splendidly you stood behind
Will in the things he wanted
to do and which met with
so much disapproval from
some of the trustees. I am
sure that your loyalty was
a wonderful help to him and
that he appreciates it, for I
remember his saying so at the
time. I often think of how hard
he worked that fall when he
was so miserable in health

and with everyone finding
fault. I wonder if, as you
say, your mother and Will
were fortunate in going
early. I do really think
so myself, for I have
grown to think more of the
many hard things they
have escaped and less
of the things they would
have enjoyed. It is the
same with George and
Josephine. They can never
grow old and dull, but
will always be young.

full of life and beautiful
in our memories.
But O, what heartaches
and longings for those
who are left alone. I,
sometimes, am amazed
that I am living on
and taking a part in
the every day, trivial
things of this life. But
we are forced to do it.
There is no other way.
And how little those out-
side realize the heartaches
that are daily constant.
I get through my

Thanksgiving dinner and day all right. But I was so tired. It takes a long time to get over a strain like that. Doing absolutely everything oneself for a dinner of ten people is not easy. But they all seemed to enjoy it and I was satisfied. Della waited on table and washed dishes, so that helped a lot. Mrs. Peck has grippe, and could not come, so I sent her dinner to her after we finished.

The Sisson dinner party was marvelous - Over sixty present. The menu card had the names of each guest outside the family and the full name of every Sisson, their wives, and children, & grandchildren in perfect order. I hope they send

upon one. I saw Mrs. Bryant's.
It is wonderful to have
a family like that. I
think they appreciate it.
Mrs. Safford doesn't seem
well. I think she was
worried about herself.
for baby. They will stay
in Grass Lake this
winter.
The Fullers, Sis, and
maid drove up from
Schenectady Wednesday.
spent Thursday with

the Scotts and left Friday morning at 7:30 reaching Schenedady at 6:30. Hard driving in the snow. Ruth looked well. Mr. Fulick rather worn. She is working very hard - has so many speaking engagements, but I guess they like it there.

The Scotts had no idea the Fulicks were coming until Sunday afternoon when they had a message saying they would leave Wednesday morning.

Mr. & Mrs. Scott were so overjoyed they wept. I can remember I did the same thing when George wired that he would be home from Camp Devens for Christmas the last time he was home and I never saw him again.

Glad you had so many invitations for Thanksgiving dinner - shows you are liked by many.

I am glad that you are not a Mason or a member of any other order. You are one of a very few ministers who are just ministers - the good old-fashioned kind - without any frills - but the substantial, God fearing men who preach and live the true Christian life - Much love for Sister Pat and the Parson - S.P.

AGENCY

PHŒNIX MUTUAL LIFE INSURANCE COMPANY

OF HARTFORD, CONN.

ORGANIZED 1851

WALTER COLEMAN, CASHIER

HENRY H. KOHN, MANAGER

EDGAR C. NILES, ASSOCIATE MANAGER

66-68 STATE STREET

ALBANY, N. Y.

October 13th, 1925.

Rev. W. Cortland Robinson,

Delhi, N. Y.

Dear Sir:-

We have your letter of the 9th, in reference to your policy No. 1256665, which matured on October 7th. We believe your impression concerning the amount due in settlement of your policy is due to the fact that you were informed this policy increased one-half if you were living at maturity, and the dividends would also have increased one-half at that time had they been left with the Company.

You paid premiums for twenty years and during that time used the dividends to reduce the premium. Since the twenty first year you have received an annual cash dividend. The dividend in 1914 was $9.00 and the 1924 dividend was $14.46, and this year's dividend was $15.02. You see each year the dividends have materially increased and we think that this policy has made a splendid showing.

The annual premium which you paid for the twenty years was $70.20, which would have made $1404.00 in cash paid by you, but this amount has been materially reduced, as stated above, bythe dividends which you used each year in reduction of the premium.

The Armstrong law did not affect the settlement of your policy in any way.

We trust we have made this matter clear to you, but if not, do not hesitate to write us again.

Yours very truly,

Henry H. Kohn

NTW MLC

Manager.

Friday afternoon.

Dear Carson,-

I have been working on Rummage Sale for two days and when I came home found your letter awaiting me. I'll have my weekly chat with you now, as I am booked to work all day tomorrow again. I enjoyed your letter very much indeed, and I always feel honored that you write me just as you feel.

One has to have some one to whom one can talk freely. or life would be unbearable. I am sure I have poured out my heart to you for a great many years and have always found sympathy and comfort by so doing. You were so patient and sympathetic with me when the clouds hung over me. If you had never done any thing else, that in itself, should make you feel that life is worth while. I could never have lived without the love and encouragement of the Lord. and I want you to know, now, that I shall never cease my appreciation of all you have done for me.

Sixty years old sounds old to be sure, but it really is not. You will never be old Parson Rob. because you have the

feelings and the spirit of the young - and you lose sympathy as young people for you.

It is regrettable that you and I have such a poor opinion of our own powers and capabilities - It makes me unhappy. You are entirely wrong about your own success in life - for you have certainly had a wonderful power for good

and have given strength
and comfort to all with whom
you have come in contact.
Always serving your God
in a fine, conscientious way.
All who really know and
understand you, love
and admire you for
your splendid, helpful
and loving service for others.
The only thing that your
friends could not bear
to have you do was the
giving up of your church
in Philadelphia and

the splendid service you are capable of giving. It was a tragedy, to my mind, but humans cannot see as God can, and it seemed as though you must have been led by Him as you so carefully decided to do the right thing. Probably it was the thing to do and of course, Delhi is reaping the reward. But you are capable of big things, Parson Rob. and we all look to see you climb.

Homer, you did it for Parson Rob. not from any selfish motive, so I'm sure it must have been best. You are doing such a splendid work there and are so much needed there as chaplain, perhaps. As to disappointments, I have grown to feel that life is made up of them and that

perhaps we grow stronger
by being denied everything
for which we really crave.
I know my life has been
one bitter disappointment
and there is nothing left
with which except dear
friends and the strength
to carry on. We must
rise above the longings
and live as high on the
mountain tops as possible.
And Pearson, we will
not make "Failure" on
your alone - rather it

will be "loving service for others". and what could be more beautiful or worth while. No, Darrow Bob, I will not allow you to underestimate your own splendid manhood kept in such a manner. You have loving, loyal friends on all sides. We love you and long for your happiness.

I am so thankful for work. It may

near the Body, but it certainly is a blessing. And I'm so thankful for a home and enough to be comfortable.
I'd certainly like an old-time chat with you and I'd try to make you feel that you are successful in every way, for you are Pastor Rob - and there's no such thing as failure or growing old for you.
Our church lights are in and they are beautiful. Can be dimmed to any degree. You remember the stained glass window in ceiling, Nell's idea? A simple electric light has been placed behind it, also back of the window over the pulpit - and the effect is beautiful - especially

when the other lights are
dimmed. We are delighted
with the whole effect.
Hope you eat out a lot
and don't get too lonely.
With love for the Rosa.

S.O.

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66-68 STATE STREET
ALBANY, N. Y.

October 7th, 1925.

Rev. W. Courtland Robinson, D. D.,

Delhi, N. Y.

Dear Sir:-

We enclose draft for $3015.02 in settlement of your maturing life endowment annuity policy.

We congratulate you on having lived through maturity of this policy and trust that you may have many more years of life before you.

Yours very truly,

Henry H Kohn
Manager.

NTW MLC

Enclo.

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EDGAR C. NILES, ASSOCIATE MANAGER

66-68 STATE STREET

ALBANY, N. Y. Oct. 1, 1925.

Rev. W. Courtland Robinson, D. D.,
Delhi, N. Y.

Dear Sir:-

We have received from the Home Office draft in settlement of your policy #125,665 which matures on October 7th. We suggest that you forward your policy to us in the inclosed envelope to enable us to make prompt settlement on the date due.

Yours truly,

Henry H. Kohn

MANAGER.

NTW:BEB
Inc.

PHILADELPHIA COMPANY
FOR GUARANTEEING MORTGAGES

224 LAND TITLE BUILDING
PHILADELPHIA

WILLIAM R. NICHOLSON, PRESIDENT
HENRY P. BROWN, VICE-PRESIDENT
SAMUEL C. EDMONDS, { VICE-PRESIDENT / SECRETARY AND TREASURER
WILLIAM H. LAUER, ASSISTANT SECRETARY
THEODORE G. HOMAN, ASSISTANT TREASURER

CAPITAL AND SURPLUS $4,500,000

September 18th, 1925.

Rev. W. Courtland Robinson,
Delhi,
New York.

Dear Sir:

Enclosed please find check for accrued interest at 4½% covering advance payments of $1000. and $2000. of the first mortgage issue on the Bellevue-Stratford Hotel from September 1st to September 5th and from September 5th to September 15th, respectively.

Your interest is now accruing at the increased rate and just as soon as papers are ready, we will make delivery.

Thanking you, we are,

Very truly yours,

E.Kindig,Jr.
JG

Sales Manager

The Presbyterian Board
of
Ministerial Relief and Sustentation

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ORMOND RAMBO, ESQ.
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MISS F. JOSEPHINE FRAME
ASSISTANT TREASURER
EASTERN SECRETARY
REV. REID S. DICKSON
912 WITHERSPOON BLDG.
PHILADELPHIA, PA.

July 3, 1925

Rev. J. C. Russell, D/ D.,
Oneonta, N.Y.

My dear Dr. Russell:--

I am taking for granted that you have already in your hands my letter of June 25th, and that you will discuss the questions which were set forth there. I feel, however, that there are other things to which I wish to call your attention.

I am not yet altogether certain of those Presbyteries in the Eastern District, which have, or have not, adopted the New Pension Plan. We shall, of course, with your assistance, endeavor to so present the matter to all those Presbyteries, which have not adopted the Plan, that they will do so at their Fall meetings. It is necessary, of course, that we shall gather together a large group of picked leaders from the various Presbyteries, who shall be willing to give us voluntary assistance in presenting the Plan to every church within the bounds of Presbytery, which has not yet adopted the Plan. The Board will undertake the responsibility and the expense for gathering these workers to some central point, and thoroughly training them for the task.

Will you not, therefore, prepare a list of those ministers and laymen in the bounds of your Presbytery, who are known to you to be thoroughly interested in the Pension Plan, and who would be able to give a few days of their time during this Fall, to visiting the churches? We shall, of course, expect you to be the leader of this group. We should like to have the names of these persons, and have you keep a list also. We can then get in touch with them and with your help obtain their service for this important work. May I suggest that it might be well to pick out laymen, who are members of churches that have already adopted the Plan.

The General Assembly has laid the mandate upon our Board to start the operation of the Plan, if possible, by

April 1st, 1926, and in order to do this we shall need the finest cooperation from you, as Chairman, and all others in the Presbytery, who are interested in solving this great pension problem of the Church. I shall be glad to hear from you when you have such a list as I suggest.

With every good wish,

Cordially yours,

Reid S. Dickson
Eastern Secretary.

RSD:MC

P.S.-- May I say that this is not intended in any way to interfere with the successful work of certain Presbyteries, where laymen, or groups of laymen, are accomplishing the task in a thorough manner. If there are any special committees of laymen in your Presbytery, will you not give their names and addresses separately? The Board does not intend to interfere in the organization of any Presbytery, but is only concerned that every church shall be visited, and, if possible, committed to the Plan sometime this Fall.

R.S.D.

First: Is it your judgment that the best method of organization for your Presbytery is itineration by a speaker thoroughly versed in all the phases of the New Plan, who shall explain it to the United Boards of every church that has not yet adopted the plan?

Second: Would you favor in preference to the above, or in combination with it, an organization of laymen, picked from your Presbytery, which shall visit the various churches and explain the Plan to the United Boards?

Third: Do you think it would be wise to try to cover every Presbytery in a month with a campaign, or do the work more gradually?

Fourth: Will you be able to give of your time to promote such a campaign in your Presbytery in the Fall with the help of the Board?

I shall greatly appreciate your discussion of these questions and a statement of the condition in your Presbytery relative to the Plan. I am not concerned about the various objections to the Plan, because we can meet them, and I am quite sure every Presbytery which has not yet adopted the Plan will do so if it is properly presented. I am eager, however, for your judgment in regard to the right form of organization.

With very best wishes,

Cordially yours,

Eastern Secretary.

RSD:MC

Laymen's Committee
General Assembly of the Presbyterian Church in the U.S.A.

JOHN WILLIS BAER
E. J. COUPER
ROBERT LANSING
WILLIAM B. McKINLEY

WILL H. HAYS
CHAIRMAN

ROOM 800, 522 FIFTH AVENUE
NEW YORK, N. Y.

RICHARD B. MELLON
NATHAN G. MOORE
A. H. WHITFORD
J. N. JARVIE

June 25, 1925.

Rev. J. C. Russell, D.D.
298 Main Street,
Oneonta, New York.

Dear Dr. Russell:

We are wondering if you have yet located a layman in your presbytery whom you can recommend to render a service for this committee. We must have a list of the names and addresses of Presbyterians in your district who are financially able to contribute to the fund that is to serve as the basis for the pension system of the church. Wont you kindly cite us to the laymen in your presbytery who is interested enough to assume this task?

We will appreciate an early reply to this plea for help.

With kindest regards and best wishes, I am,

Respectfully,

L. W. Hurley
Assistant to Chairman

LWH/ms

The Presbyterian Board
of
Ministerial Relief and Sustentation

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ORMOND RAMBO, ESQ.
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ASSISTANT TREASURER

REID S. DICKSON
WESTERN SECRETARY
77 W. WASHINGTON STREET
CHICAGO, ILL.
PHONE CENTRAL 4302

June 25, 1925

Rev. J. C. Russell, D. D.,
Oneonta, N. Y.

My dear Dr. Russell:--

Having been recently elected Eastern Secretary of the Board of Ministerial Relief and Sustentation, I am very eager to get immediately in touch with the situation in the Eastern Synods and Presbyteries of the Church, regarding the campaign for the adoption of the New Service Pension Plan. We have adopted a Plan of Organization which will, of course, be adapted to the situation in the various Presbyteries. There are certain things, however, which will apply to every Presbytery in the Church.

In the first place, we have set as our goals - the Plan operative by April 1st, 1926; every church visited by January 31st, 1926; and every church having had a Congregational Meeting, to consider the adoption of the Plan by February 15th, 1926. We propose to give every Presbytery its own quota, so that it will have a goal of its own to reach. Those responsible in every Presbytery for the success of the Plan will be kept thoroughly informed as to the progress in the Presbytery and throughout the Church. Because of the small field force of the Board, which is available for this work, we are making preparations to gather picked leaders from five contiguous Presbyteries, to a central point, that they may be thoroughly trained in the Plan and then sent out to the various churches in the Presbyteries. A Manual for workers, in which is contained material for presentation of the Plan, is now on the press.

There are certain Presbyteries, of course, whose own organization for the Plan is sufficient to bring about success. I am eager, however, to get the reaction of you, as Chairman of this Board's Committee, in regard to the situation in your own Presbytery. I have become more and more convinced that there are a great many churches which desire that this Plan be thoroughly explained to their Official Board, Session and Trustees. Will you be kind enough, therefore, to discuss this matter, and answer along the line set forth by the following questions?

Fifty Elm Street
Potsdam, New York

Sunday morning.

My dearest Friends.-

So glad to have your letter, Parson Rob. and to know that you and Sister Rob. are not much worse for the distressing accident. It seems to me that one's nerves would be quite sensitive for some time. But as it was not your fault at all - it is not so bad and you will try to keep out of others' drives

way. I suspect that the greatest concern one has in driving is not knowing what the other fellow is going to do - One can be fully sure of one's self -. Motor cycles are such a nuisance and cause many collisions. Too bad to have all that extra expense especially on a Potsdam trip, but you are grateful, as are we all, that your boys were spared - or that you were not crippled for life.

I called at Grace Dixon's yesterday afternoon and read your letter, so that I understand the circumstances now.

I am sorry that you felt your sermon there did not please - and you are mistaken. I heard many speak of it as being a splendid, helpful sermon and I certainly felt that way. It seems to be the spirit of the times to say little of really fine things - They are taken for granted.

Mr. Smart of Hopkinton preaches today. There will not be a handful in church. It is a beautiful day and motor trips will prevail.

Mr. Prout and family comes Tuesday. I went through the manse yesterday with Grace Knowles. She was quite upset because she was not the one to take you through the manse. Perhaps you know that the pictures that were in living room was taken

Fifty Elm Street
Potsdam, New York

down and two that the
P. L. Saxon had discarded
were put in their places.
Grace was much disturbed
by this and said they were
not as good looking as
the original fixtures. I did
not say anything, but in
my mind I felt she was
right.

Ruth and Jeff look so well.
Buddy is a beautiful boy.

I don't wonder they are proud of him.
Mr. Orion did go to Ky. Monday night - Got back Wednesday morning. Marion told me that he was at the train to meet Ruth, but she was mistaken. It was Walter.
Noland to Hopkinton with the Scots yesterday afternoon - He went to buy stanchions. He is very blue and glum. He just bought 20 cows and they cost him $1000.00 more than he got for the whole 32 that had to be killed. There doesn't seem to be much for the farmers at present or in the future - and they can't sell their farms.
My house painting is done and bill is paid - Repairing before painting cost $84.00 and Snell's bill for paint and labor was $315.00. I was pleasantly surprised & thought it would be more.
I was disappointed and can't

yet golden now it, that I had
no real close confidential
visit with the Rebs. But
one cannot have everything
and it was so good to see
you again and looking so
well. Neither of you grow
old one bit.

Much love —

S. P.

Friday June 12. 25

My dear Friends, -

Enjoyed your good letter. Vance Hob. and your comments on the religious situation.

I think probably all the lessons fell on George down on the Cadiz - I know Ver. Ruf and Grace do. But Cadiz is the one who has turned them. They can read his moneyful [illegible] and hand him

friends — and they have felt for him every time. I should not be surprised if he were the only person in Boston who takes it for a fundamental and don't say anything about it any more — but only go ahead & feeling sure he'll get somewhere. But inside, I am stronger than ever and nothing on earth can change my belief even if I am thought behind the times, old fashioned and ignorant. I know the Lord Jesus Christ & get real life from Him, but I stand for strong in the fundamentals, any way. That is all. I have to depend upon — I want my faith strengthened instead of weakened.

I know Dr. Rufus, as well as others, thinks the New York Presbytery is S.K. and the General Assembly

all right, but don't say or intimate that I have ever paid anything. I am surprised that Bill Skinner is weakening. To tell the truth, Parson Rob. the modern ideas are warping the mind, and I do not believe there is any chance for those who cling to the old.

Received your [illegible] letter this morning with notice of Mr. Cronk's call - and acceptance - and giving

on account of this work.
I supposed that he was a
Congregationalist, but I know
his church is without a
name. The pulpit committee
knew it of course, and
probably that is what
they want. As for me,
I don't care name and
creed -- Presbyterian -- but
I expect it will make
no difference. Sometimes,
I think I'd enjoy the
Episcopal service, but of
course, I love our Church
people. Imagine

you will not enjoy your visit here as fully if the situation is discussed at all. They all love you just the same, but they want to think as they please and they adore Fredrick.

It will be fine to see you again. Weeks ago, when I first knew you might be here for a Sunday, Louise Prison told me that you were going to stay with her, as I said nothing. I am sure you will enjoy it there. The home is truly comfortable and the air is fine there. I am very fond of them. She is a dear and wonderful friend. But I hope to see you often.

Don't get the wrong impression from what I have written. We don't the Presbyterians here are just as strong and loyal as ever. Only they don't want to be pushed down too closely - and they want

to Jroam. John Slate is to
preach Sunday. The Cables
are in Rochester this week
end attending Elizabeth's
graduation from the
University of Rochester.

Much Love —

S. O.

December 21, 1926.

Re: Princeton Theological Seminary.

Thomas E. D. Bradley, Esq.,
19 South La Salle Street,
Chicago, Illinois.

Dear Mr. Bradley:

Dr. Whallon a few days since brought me in a pamphlet containing the charter and amendments of the Princeton Theological Seminary, and also other documents pertaining thereto, including the so-called Plan of the Seminary, adopted by the General Assembly in 1811; the ordinances of the Board of Trustees of the Seminary passed on several dates between 1824 and 1906, and the by-laws of the Board of Directors.

A reading of these documents shows what seems to me to be a somewhat unusual and remarkable situation. The institution's charter and supplements constitute twenty-one named individuals and their successors, duly elected and appointed in manner in the Act directed, a corporation and body politic in law and fact, with power to hold property or money, etc. The fifth section authorizes the corporation to make, ordain and establish by-laws and ordinances and do everything incident and needful for the support and due government of the corporation.

The sixth section provides: "That the said corporation shall not, at any time, consist of more than one and twenty persons, twelve of whom shall at all times be laymen and citizens of this State, whereof the General Assmbly of the Presbyterian Church in the United States may, at their annual meetings, change one-third, in such manner as to the said General Assembly shall seem proper; and the corporation aforesaid shall have power and authority to manage and dispose of all moneys, goods, chattels, lands, tenements and hereditaments, and other estate whatsoever, committed to their care and trust by the said General Assembly; but in cases where special instructions for the management and disposal thereof shall be given by the said General Assembly in writing, under the hand of their clerk, it shall be the duty of the said corporation to act according to such instructions; provided, the said instructions shall not be repugnant to the constitution and laws of the United States, or to the constitution and laws of this State, or to this Act."

The effect of this section seems to be that the General Assembly may, at its annual meetings, change one-third of the members of the corporation. Twelve of the twenty-one are, however, required to be laymen and citizens of New Jersey, and the General Assembly seems to be endowed with special power to impose special instructions for the management and disposal of all moneys, goods, chattels, lands, tenements and hereditaments and other estate whatsoever committed to the corporations's care and trust by the General Assembly.

The seventh section constitutes seven members of the corporation a sufficient number to transact its business, make its by-laws, rules and regulations "and the corporation shall, as often as they shall see proper, and according to the rules adopted by them, choose out of their number, a President, Vice-President, and Secretary, and appoint a Treasurer and such other officers and servants as they shall deem necessary."

The effect of this Act, as originally passed, seems to be that the twenty-one persons named, or provided to be designated as members of the Association, also constitute the governing body thereof, without any other designation as such than "members."

By a supplement passed December 9, 1823, it was provided that in the event of a repeal of the original charter (as the eleventh section thereof authorized), "the Trustees of the said Seminary, for the time being, shall be empowered to convey all the property belonging to them as trustees as aforesaid" to certain other citizens of the state to be held in trust for the institution. This seems to be the first legislative recognition of the fact that the members of the corporation were intended to be likewise designated as its trustees. An amendment to our constitution going into effect im 1875, prohibited the granting thereafter of special charters, so that by an Act approved April 20, 1876, entitled "An Act to authorize the corporations of Theological Seminaries in this State to increase the number of their trustees," it was made lawful for any theological seminary of this State, the number of whose trustees was limited by its charter, for the corporation, or the trustees thereof, to increase the number thereof by appointing at least six additional trustees. Nothing in the other legislative acts contained in the pamphlet seems to bear upon the question of the selection of the trustees, their designation or their number.

By the plan of the Seminary above referred to, which seems to have been adopted by the General Assembly in 1811, eleven years previous to the chartering of the institution, a scheme for the organization, operation, conduct and management of the proposed Seminary seems to have been adopted by the General Assembly, and from time to time thereafter amended and modified. Section 1 of Article 1 of this plan provides: "As this Institution derives its origin from the General Assembly, that body is to be considered its patron and the fountain of its power."

Section 2 provides: "The Board of Directors appointed by the Assembly shall have the immediate control of the Seminary."

Section 3 provides: "The General Assembly shall, at all times, have the power of adding to the Constitutional Articles of the Seminary, and of abrogating, altering or amending them-------."

These sections seem to be based on the idea that the Seminary later to be organized should be maintained and controlled by the General Assembly through a Board of Directors chosen by it. The second Article of the plan provides for the selection of a President to be elected by the Board of Directors, as well as removed by it, subject to the veto of the General Assembly.

The third Article provides that the Board of Directors shall consist of twenty-one ministers and nine ruling elders, of whom one-third, or seven ministers and three ruling elders, shall be chosen by the Board annually, to continue in office three years.

The rest of the plan is devoted to the creation of a scheme for the conduct of the affairs of the institution, the selection of its faculty, etc.

By Section 2 of Article VIII of the plan, it is provided "That all matters relating to finance, fixing the salaries of Professors, the extent of endowment, and aid of students, shall be by the Board of Directors, submitted to the Trustees of the Seminary for their approval." This indicates that the Board of Directors provided for in the plan, and the Trustees spoken of in the supplement to the charter, were not intended to be one and the same body, and hence there seems to have grown up and existed, a dual government for this institution - the one that was very inartistically provided for in the charter, and its supplements; the other that was quite elaborately provided for in the plan.

I am at a loss to understand where the General Assembly, either before or after the incorporation of the Seminary, acquired the legal right to interfere with, direct, or share in the management and control of the institution, except that the clause in the sixth section of the original charter gives it authority to instruct the institution as to the management and control of property committed to the care of the institution by the General Assembly. Of course, the Assembly also, by the same section of the charter, has the right to change one-third of the members. Exactly what that word "change" means is, perhaps, difficult to understand, and I assume the one-third refers to the whole number of not more than twenty-one members, and not the twelve who are required to be laymen and citizens of New Jersey.

I can quite understand how this dual control, however it originated, and whatever be the legal foundation of it, has created, and will, if permitted to continue, be apt in the future to create friction and confusion, and a desire has been expressed that I should, if possible, point out a way that will conform with the laws of New Jersey, by which the institution can be relieved of this twin-like control. It seems to me that the two recent acts of the legislature to which you referred me, provide a ready remedy. These are Chapter 92 of the Laws of 1918 as amended by Chapter 135 of the Laws of 1920. It is only necessary to quote from the later of these two acts, as it is inclusive of the provisions of the earlier one. It provides:

> "Whenever any charitable or educational corporation of this State, however incorporated or created, shall desire to change its corporate name or the number of its officers, managers or trustees, or their or any of their qualifications or terms of office, or the manner or scope of its work within the same general lines, as is expressed in its charter or act or certificate of incorporation, or to make any one of more of such changes, and its managers, trustees, or other similar officers shall adopt a resolution specifying what amendment, change or changes are in their opinion desirable, and shall refer the same to a meeting of the members of such corporation regularly held for the action of such members thereon, and at such meeting of members by a vote of two-thirds of those present such resolution is approved, then the charter, act or certificate of incorporation of such corporation, shall be deemed and taken to be amended and changed in accordance with such resolution. If the organization of such corporation is or shall be such that it has no membership to which such resolution of the managers, trustees or other similar officers can be referred as above mentioned, then and in that case the resolution of the said trustees, managers or other similar officers shall be of itself sufficient and of the

same effect as though there had been such membership and the said resolution had been duly referred to and approved by vote thereof as aforesaid, and the charter, act or certificate of incorporation of such corporation shall be deemed to be amended and changed accordingly; provided, however, that whenever the manner or scope of the work of any eleemosynary or charitable institution, other than aid societies of properly organized and accredited churches and fraternal societies organized for aid and relief of their members is changed in accordance with the provisions of this act, before such change shall become effective, it shall be certified to and approved by the Commissioner of Institutions and Agencies.
This act shall take effect immediately.
Approved April 9, 1920."

This Act seems to me to provide a method of changing the number of the officers, managers or trustees, or any of their qualifications, or terms of office, of an institution of this character as is expressed in its charter, and to provide a method of so doing, namely, by having its managers, trustees, or other similar officers (who, I should think, would here be the statutory trustees rather than the directors provided by the plan) adopt a resolution specifying the proposed amendment or change that is desirable. If, as in the case of the Seminary, there is no distinction between its membership and its trustees, then, of course, no reference to the membership would be necessary. That was the method recently adopted by Princeton University in undertaking to avail itself of this legislation in changing the tenure, personnel, etc. of its trustees.

It is evident from the foregoing that, in my view, it would be necessary for the statutory members or trustees of the Seminary, to act in order that the provisions of these acts may be availed of. In other words, I cannot see what legal status the Board of Directors apparently nominated and existing by the sanction of the General Assembly, but without legislative authority, would have in the matter.

Unless there be something in the language used in endowments that have been made to the Seminary indicating that they were based upon and inspired by a continuance of the active voice that theretofore had been exercised in the management of the Seminary by the General Assembly, I should think that an amendment unifying the control and giving to the management a lawful foundation, would in no way jeopardize those endowments. I assume, from your letter, that you have had considerable experience in questions of this character, and I have not felt that my instructions went so far, at the present juncture, as to require me to consider that subject.

Whether the foregoing plan will be feasible, may be a question. Of course, the retention of the voice of the General Assembly in the management of the Seminary could be secured by providing in the proposed amendment, that it should select the whole or any desired number of the trustees.

Very truly yours,

(Signed) Robert H. McCarter.